

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

February 26, 1999

IN RE: PETITION FOR APPROVAL OF THE)	
INTERCONNECTION AGREEMENT AND)	
AMENDMENT NEGOTIATED BY BELL SOUTH)	
TELECOMMUNICATIONS, INC. AND BELL SOUTH)	DOCKET NO. 97-00320
CELLULAR CORP. PURSUANT TO SECTIONS)	
251 AND 252 OF THE TELECOMMUNICATIONS)	
ACT OF 1996)	

ORDER APPROVING INTERCONNECTION AGREEMENT AND AMENDMENT (CMRS)

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition of BellSouth Telecommunications, Inc. ("BellSouth") for approval of an Interconnection Agreement (the "Agreement") and Amendment to the Interconnection Agreement (the "Amendment") negotiated by BellSouth and BellSouth Cellular Corp., a commercial mobile radio service (CMRS) provider. The Petition for approval of the Agreement and Amendment came before the Authority pursuant to 47 U.S.C. §§ 251-52.

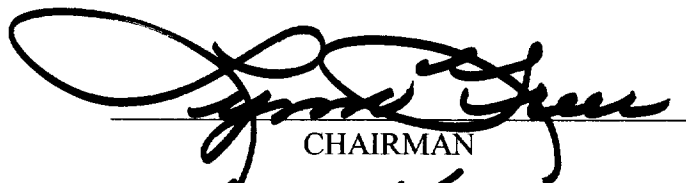
The Agreement and Amendment were considered at a regularly scheduled Authority Conference held on April 7, 1998, in Nashville, Tennessee before Chairman H. Lynn Greer, Jr., Director Sara Kyle and Director Melvin J. Malone. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 et seq. Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251-52, the Authority unanimously approved the Agreement and Amendment and made the following findings and conclusions:

- 1) The Agreement and Amendment are in the public interest as they provide consumers with alternative sources of telecommunications service within the BellSouth service area;

- 2) The Agreement and Amendment are not discriminatory to telecommunications service providers who are not parties thereto;
- 3) No party has sought intervention in this docket;
- 4) The approval of the Agreement and Amendment is consistent with previous Authority decisions and orders;
- 5) This is a CMRS agreement and not an agreement between competing carriers;
- 6) By approving this Agreement and Amendment, the Authority does not make a determination that the provision of wireless services to both business and residential customers within the BellSouth service area rises to the level of facilities-based competition under 47 U.S.C. § 271(c)(1)(A); and
- 7) The Agreement and Amendment are reviewable by the Authority pursuant to 47 U.S.C. §§ 251-52 and Tenn. Code Ann. § 65-4-104 et seq.

IT IS THEREFORE ORDERED THAT:

The Interconnection Agreement and Amendment negotiated by BellSouth Telecommunications, Inc. and BellSouth Cellular Corp. are approved and are subject to the review of the Authority as provided herein.


CHAIRMAN


DIRECTOR


DIRECTOR

ATTEST:


EXECUTIVE SECRETARY